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BellSouth Telecommunications, Inc
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

T.R.A. DOCKET ROOM.
February 20, 2004

Guy M Hicks
General Counsel

615 214 6301
Fax 615 214 7406

VIA HAND DELIVERY

Hon. Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's
Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*
Docket No. 03-00527

Dear Chairman Tate

Pursuant to the Hearing Officer's *Order* of January 28, 2004, enclosed are copies of the non-proprietary versions of the responses to BellSouth's subpoena issued in the referenced matter on or about January 23, 2004 from the following entities.

ICG Telecom Group, Inc.
ITC^DeltaCom Communications, Inc.
KMC Telecom III, LLC
BroadRiver Communications Corporation
(fka Purepacket Communications of the South)

A copy of this letter is being provided to counsel of record

Very truly yours,

Guy M Hicks

GMH:ch

Public

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

THE WASHINGTON HARBOUR
3000 K STREET, NW, SUITE 300
WASHINGTON, DC 20007-5116
TELEPHONE (202) 424-7500
FACSIMILE (202) 424-7643
WWW.SWIDLAW.COM

NEW YORK OFFICE
THE CHRYSLER BUILDING
405 LEXINGTON AVENUE
NEW YORK, NY 10174
TELEPHONE (212) 973-0111
FACSIMILE (212) 891-9598

February 11, 2004

VIA E-MAIL AND FIRST CLASS MAIL

Guy M. Hicks, Esq.
General Counsel
BellSouth Telecommunications, Inc.
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300



Re: Implementation of the Federal Communications Commission's Triennial Review Order (Nine-Month Proceeding) (Loop & Transport) Docket No. 03-00527

Dear Mr. Hicks:

On behalf of ICG Telecom Group, Inc. ("ICG"), enclosed please find ICG's response to the Matters Upon Which Examination is Requested, which were included with BellSouth Telecommunications, Inc.'s ("BellSouth") Subpoena Duces Tecum for Deposition in the above-referenced proceeding. ICG considers its responses to certain questions to be CONFIDENTIAL INFORMATION subject to the Protective Order adopted by the Hearing Officer in this proceeding. ICG is providing that information separately under seal and respectfully requests that the information be handled in accordance with the requirements of the Protective Order.

Should you have any questions concerning this matter, please do not hesitate to contact us.

Very truly yours,

Tamar E. Finn
Michael P. Donahue

Counsel for ICG Telecom Group, Inc.

Enclosure

cc: Scott E. Beer
Andrea Guzman

**CONTAINS CONFIDENTIAL INFORMATION
SUBJECT TO PROTECTIVE ORDER
TRA Docket No. 03-00527**

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee**

In Re: *Implementation of the Federal Communications Commission's Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*

Docket No. 03-00527

**ICG TELECOM GROUP, INC.
WRITTEN RESPONSE IN LIEU OF DEPOSITION**

ICG Telecom Group, Inc. ("ICG") through undersigned counsel, hereby provides its Responses to BellSouth Telecommunications, Inc.'s identification of Matters Upon Which Examination is Requested and Request for Production of Documents in BellSouth's January 26, 2004 Subpoena Duces Tecum for Deposition.¹ ICG considers certain responses to be CONFIDENTIAL INFORMATION subject to the Protective Order adopted by the Hearing Officer in this proceeding. ICG is providing those responses separately under seal and respectfully requests that the information be handled in accordance with the requirements of the Protective Order.

GENERAL OBJECTIONS

ICG states the following general objections to BellSouth's request and the matters upon which examination is requested:

1. ICG objects to the individual matters in BellSouth's requests to the extent that they are overly broad, unduly burdensome, and/or oppressive.
2. ICG objects to the individual matters in BellSouth's requests to the extent they seek information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. By way of illustration and not limitation, ICG objects to interrogatories that

¹ ICG notes that while BellSouth's subpoena is dated January 26, 2004, ICG did not receive it until January 28, 2004.

seek information that is unrelated to or inconsistent with the methodology and parameters of the analysis of impairment prescribed by the FCC in its Triennial Review Order.

3. ICG objects to the individual matters in BellSouth's requests to the extent they are vague, ambiguous, imprecise, or utilize terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these Requests.

4. ICG objects to the individual matters of BellSouth's requests to the extent that they purport to impose discovery obligations on ICG that exceed the scope of discovery allowed by the applicable Tennessee Rules of Civil Procedure and the Authority's Rules.

5. ICG objects to BellSouth's requests to the extent that it seeks discovery of materials and/or information protected by the work product doctrine, the accountant/client privilege, by the attorney/client any other applicable privilege.

6. ICG objects to BellSouth's requests to the extent that it would require disclosure of information that constitutes trade secrets and/or confidential, proprietary business information, which either should not be disclosed at all or should be disclosed (provided the information is otherwise discoverable) only pursuant to the terms of a mutually acceptable confidentiality agreement and use of the Commission's rules and procedures relating to confidential and proprietary information.

7. ICG objects to BellSouth's requests to the extent that it would require ICG to provide information which is already in BellSouth's possession (as a consequence, for instance, of the billing information BellSouth uses to submit bills to ICG), or is in the public record before the Commission. To duplicate information that BellSouth already has or is readily available to BellSouth would be unduly burdensome and oppressive.

8. ICG objects to BellSouth's requests to the extent BellSouth seeks to impose an obligation on ICG to respond on behalf of subsidiaries and/or former officers, employees, agents, and directors on the grounds that such requests for production are overly broad, unduly burdensome, oppressive, and not permitted by applicable discovery rules.

Subject to and without waiving these objections, and subject to such specific objections as ICG raises with respect to each specific request, ICG is providing responsive information to the matters upon which examination is requested to the extent ICG has identified such information.

RESPONSES

1. Please admit that ICG has self-reported in CLONES (Central Location Online Entry System) database from Telecordia or to other third parties that it has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto.

RESPONSE: Subject to and without waiving the foregoing objections, please see the attached CONFIDENTIAL INFORMATION.

2. Please admit that ICG has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto.

RESPONSE: Subject to and without waiving foregoing objections, please see the attached CONFIDENTIAL INFORMATION.

3. Please admit that ICG Telecom Group, Inc. ("ICG") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 2 attached hereto.

RESPONSE: Subject to and without waiving the foregoing objections, please see the attached CONFIDENTIAL INFORMATION.

4. Please admit that ICG can route or transport traffic using ICG's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as ICG's switch or the switch of another ICG [sic].

RESPONSE: ICG objects to this requests to the extent it seek information that is unrelated to or inconsistent with the methodology and parameters of the analysis of impairment prescribed by the FCC in its Triennial Review Order. Subject to and without waiving this objection ICG states that this request is not applicable as ICG has only one location on Exhibit 2.

5. Please admit that ICG has fiber-based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

RESPONSE: ICG objects to this request on the grounds that it seeks information that is already in BellSouth's possession and is therefore unduly burdensome and oppressive. ICG further objects to this request on the grounds that it is vague and unclear and cannot be answered as written as the request seeks information regarding central offices in Exhibit 1, while Exhibit 1 includes loop addresses and does not include central office CLLI codes. ICG interprets this request as referring to Exhibit 2 rather than Exhibit 1 and will answer it in that manner. Under that interpretation and subject to and without waiving the foregoing objections, please see the attached CONFIDENTIAL INFORMATION.

6. If ICG has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial.

RESPONSE: ICG objects to this request on the grounds that, to the extent it seeks "all" facts and "all" documents, it is overbroad, unduly burdensome and oppressive. Subject to and

without waiving that objection, ICG states that, except as noted in the attached CONFIDENTIAL INFORMATION, at the locations identified as "DENIED," ICG leases all loop facilities from BellSouth. ICG has not identified any responsive documents.

7. If ICG has admitted any portion of Item 4 above, please describe with particularity the nodes or termination points along the route.

OBJECTION: ICG objects to this request on the grounds that it seeks irrelevant information and is not likely to lead to the discovery of admissible evidence. ICG further objects to this request on the grounds that it seeks highly proprietary, trade secret information. Subject to and without waiving that objection, this request is not applicable.

8. If ICG has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where ICG installed its own inside wiring, the percentage of buildings where the ICG is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where the ICG is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings.

RESPONSE: ICG objects to this request on the grounds that it seeks irrelevant information and is not likely to lead to the discovery of admissible evidence. ICG further objects to this request on the grounds that it would require ICG to perform a special study and is therefore unduly burdensome and oppressive. Subject to and without waiving these objections, ICG states that it does not have the requested information in the form requested. ICG further states that in most cases the inside wiring (copper – ABAM) belongs to the building owner. For installations that require COAX, ICG would install and then it becomes the property of the

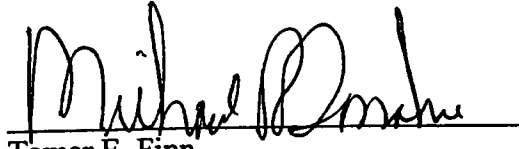
building owner. For installations that require fiber, ICG would install and remain owner of the fiber runs. In each case, the cost would be on an ICB basis and is not available.

REQUESTS FOR PRODUCTION

1. Produce any documents identified above.

RESPONSE: Subject to and without waiving its objections, ICG states that it has not identified any documents.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Michael P. Donahue", is written over a horizontal line.

Tamar E. Finn

Michael P. Donahue

Swidler Berlin Shereff Friedman, LLP

3000 K Street, N.W., Suite 300

Washington, D.C. 20007

(202) 424-7500 (Tel.)

(202) 424-7645 (Fax)

tefinn@swidlaw.com

mpdonahue@swidlaw.com

Counsel for ICG Telecom Group, Inc.

Dated: February 11, 2004

527452

Public

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

February 18, 2004

In Re: *Implementation of the Federal Communications Commission's
Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*

Docket No. 03-00527

**ITC^DELTA COM'S RESPONSE TO
BELLSOUTH TELECOMMUNICATIONS, INC.'S
SUBPOENA DUCES TECUM FOR DEPOSITION**

ITC^DeltaCom Communications, Inc. ("DeltaCom") hereby responds to the Subpoena
Duces Tecum for Deposition issued to DeltaCom, pursuant to the Tennessee Regulatory
Authority's ("TRA") protective order in this proceeding.

**MATTERS UPON WHICH EXAMINATION IS REQUESTED
PURSUANT TO T.C.A. §§ 4-5-311 AND 65-2-102**

1. Please admit that ITC^DeltaCom Communications, Inc. ("DeltaCom") has deployed high
capacity transport facilities to each of the central offices (identified by CLLI code) listed in
Exhibit 1 attached hereto.

RESPONSE: Please see Confidential Attachment A.

RESPONSE PROVIDED BY: Steve Brownworth

2. Please admit that DELTACOM can route or transport traffic using DELTACOM's own
facilities between any pair of central offices to which it has deployed high capacity transport
facilities. This includes routing or transporting traffic directly between the central offices or

indirectly through an intermediate aggregation point, such as DELTACOM's switch or the switch of another DeltaCom.

RESPONSE: This request for admission does not makes sense when read in its entirety. However, having received this same request for admission in other states, ITC^DeltaCom will respond accordingly.

Please see Confidential Attachment A.

RESPONSE PROVIDED BY: Steve Brownworth

3. Please admit that DELTACOM has fiber based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

RESPONSE: Please see Confidential Attachment A.

RESPONSE PROVIDED BY: Steve Brownworth

4. If DELTACOM has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial.

RESPONSE: Please see Confidential Attachment A.

RESPONSE PROVIDED BY: Steve Brownworth

5. If DELTACOM has admitted any portion of Item 2 above, please describe with particularity the nodes or termination points along the route.

RESPONSE: Please see Confidential Attachment A.

RESPONSE PROVIDED BY: Steve Brownworth

6. If DELTACOM has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where DELTACOM installed its own inside wiring, the percentage of buildings where DELTACOM is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where DELTACOM is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings.

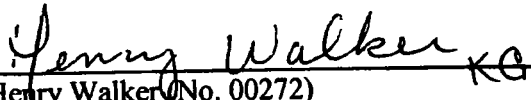
RESPONSE: ITC^DeltaCom objects on the grounds that the information requested is irrelevant, not reasonably calculated to lead to discovery of admissible evidence, is unduly burdensome, and seeks proprietary and confidential business information. Notwithstanding its objection, ITC^DeltaCom has not installed its own inside wiring in buildings located in the state of Tennessee. Data is not available regarding the percentage of buildings where ITC^DeltaCom is using inside wiring owned by the building owner and inside wiring leased from another carrier, including the ILEC.

30. Please refer to the confidential attachment to this discovery. Please describe with particularity the terms, if any under which DELTACOM is obtaining access to these locations; including, but not limited to, whether DELTACOM is a wholesaler of high capacity loops and whether DELTACOM is providing any other carriers access over these facilities.

RESPONSE: ITC^DeltaCom objects on the grounds that it has previously responded to BellSouth interrogatories addressing the issue of whether ITC^DeltaCom is a wholesaler of high capacity loops and whether ITC^DeltaCom is providing any other carriers access over these facilities.

Respectfully submitted,

BOULT, CUMMINGS, CONNERS & BERRY, PLC


Henry Walker (No. 00272)
414 Union Street, Suite 1600
P.O. Box 198062
Nashville, Tennessee 37219
(615) 252-2363

ITC^DELTA COM REDACTED CONFIDENTIAL ATTACHMENT A

	<p>RESPONSE TO ITEM 1</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 2</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 3</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 4. N/A</p> <p>RESPONSE TO ITEM 5</p> <p>[REDACTED]</p>
	<p>RESPONSE TO ITEM 1</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 2</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 3</p> <p>[REDACTED]</p> <p>RESPONSE TO ITEM 4 N/A</p> <p>RESPONSE TO ITEM 5</p> <p>[REDACTED]</p>

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

February 13, 2004

IN RE:	TRIENNIAL REVIEW)	
	ORDER - 9 MONTH)	DOCKET NO. 03-00527
	PROCEEDING-)	
	LOOP & TRANSPORT)	

**KMC TELECOM III, LLC'S RESPONSES TO
BELL SOUTH TELECOMMUNICATION'S
SUBPOENA DUCES TECUM**

Comes now KMC Telecom III, LLC ("KMC"), by and through its counsel of record, and responds to BellSouth Telecommunications, Inc 's ("BellSouth") First Set of Interrogatories as follows

A General Objections

KMC makes the following General Objections to BellSouth's First Set of Interrogatories, including the applicable definitions and general instructions therein ("BellSouth discovery"), which as appropriate will be incorporated into each relevant response when KMC's responses are served on BellSouth

1 KMC objects to the BellSouth discovery to the extent that such discovery seeks to impose an obligation on KMC to respond on behalf of subsidiaries, affiliates, or other persons that are not parties to this case on the grounds that such discovery is overly broad, unduly burdensome, oppressive, and not permitted by applicable discovery rules KMC further objects to any and all BellSouth discovery that seeks to obtain information from KMC for KMC subsidiaries, affiliates, or other related KMC entities that are not certificated by the Commission

2 KMC has interpreted the BellSouth discovery to apply to KMC's regulated intrastate operations in Tennessee and will limit its responses accordingly To the extent that any BellSouth discovery is intended to apply to matters that take place outside the state of Tennessee and which are not related to Tennessee intrastate operations subject to the jurisdiction of the Commission, KMC objects to such request as irrelevant, overly broad, unduly burdensome, and oppressive

3. KMC objects to the BellSouth discovery to the extent that such discovery calls for information which is exempt from discovery by virtue of the attorney-client privilege, work product privilege, or other applicable privilege.

4. KMC objects to the BellSouth discovery insofar as such discovery is vague, ambiguous, overly broad, imprecise, or utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these requests. Any responses provided by KMC in response to the BellSouth discovery will be provided subject to, and without waiver of, the foregoing objection.

5. KMC objects to the BellSouth discovery insofar as such discovery is not reasonably calculated to lead to the discovery of admissible evidence and is not relevant to the subject matter of this action.

6. KMC objects to the BellSouth discovery insofar as it seeks information or documents, or seeks to impose obligations on KMC which exceed the requirements of the Tennessee Rules of Civil Procedure or Tennessee law

7. KMC objects to providing information to the extent that such information is already in the public record before the Tennessee Regulatory Authority ("TRA") or which is already in the possession, custody, or control of BellSouth.

8. KMC objects to the BellSouth discovery to the extent that such discovery is overly broad, unduly burdensome, expensive, oppressive, or excessively time consuming as written

9. KMC objects to each and every request to the extent that the information requested constitutes "trade secrets" which are privileged pursuant to T.C.A. §65-3-109 and other relevant Tennessee statutes and regulations. To the extent that BellSouth's requests seek proprietary confidential business information which is not the subject of the "trade secrets" privilege, KMC will make such information available to counsel for BellSouth pursuant to an appropriate Protective Agreement, subject to any other general or specific objections contained herein

10. KMC is a large corporation with employees located in many different locations in Tennessee and in other states. In the course of its business, KMC creates countless documents that are not subject to TRA or FCC retention of records requirements. These documents are kept in numerous locations and are frequently moved from site to site as employees change jobs or as the business is reorganized. Therefore, it is possible that not every document has been identified in response to these requests. KMC will conduct a reasonable and diligent search of those files that are reasonably expected to contain the requested information. To the extent that the BellSouth discovery purports to require more, KMC objects on the grounds that compliance would impose an undue burden or expense.

11. KMC objects to the BellSouth discovery that seeks to obtain "all," "each," or "every" document, item, customer, or other such piece of information to the extent that such discovery is overly broad and unduly burdensome. Any answers that KMC may provide in response to the BellSouth discovery will be provided subject to, and without waiver or, this objection.

12. KMC objects to the BellSouth discovery to the extent such discovery seeks to have KMC create documents not in existence at the time of the request

13. KMC objects to the BellSouth discovery to the extent that such discovery is not limited to any stated period of time or a stated period of time that is longer than is relevant for purposes of the issues in this docket, as such discovery is overly broad and unduly burdensome.

14. In light of the short period of time KMC has been afforded to respond to the BellSouth discovery, the development of KMC's positions and potentially responsive information to the BellSouth requests is necessarily ongoing and continuing. Except as stated in response to a specific BellSouth discovery request, KMC does not assume an affirmative obligation to supplement its answers on an ongoing basis, contrary to the BellSouth General Instruction.

B. Specific Objections

KMC makes the following Specific Objections to BellSouth's First Set of Interrogatories, including the applicable definitions and general instructions expressed therein ("BellSouth discovery"), which as appropriate will be incorporated into each relevant response when KMC's responses are served on BellSouth

15. KMC objects to each and every interrogatory that seeks information regarding KMC's operations in ILEC service areas other than the BellSouth ILEC service area within the state of Tennessee as such information is irrelevant to BellSouth's case in this docket and such discovery is overly broad and unduly burdensome.

16. KMC objects to each and every interrogatory that seeks to obtain information regarding "former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of KMC" as such information is not within KMC's control, it would be unduly burdensome to attempt to obtain, and it is likely irrelevant.

17. Outside of the discovery request served by BellSouth on October 29, 2003, there have been discussions between BellSouth and some of the CLECs that this discovery is "regional" in nature and that BellSouth would prefer that the CLECs respond on a regional basis without additional service in these other states. At this point in time, without necessarily agreeing or disagreeing with BellSouth's request for regional answers, KMC reserves its rights to object to providing responsive information for states other than Tennessee. Further, in the event KMC does provide responsive information for states other than Tennessee pursuant to the October 29, 2003, discovery in this Tennessee docket, KMC reserves its rights to not provide

such non-Tennessee information in the Tennessee FPSC case. Finally, in the event KMC does provide information for states other than Tennessee pursuant to the October 29, 2003, discovery in this Tennessee docket, KMC reserves its rights to provide such non-Tennessee information on a supplemental basis.

MATTERS UPON WHICH EXAMINATION IS REQUESTED
PURSUANT TO T.C.A. §§ 4-5-311 and 65-2-102

1. Please admit that KMC Telecom III, LLC ("KMC") has self-reported in CLONES (Central Location Online Entry System) database from Telcordia or to other third parties that it has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto.

Response: KMC adopts and incorporates its General Objections 4 and 5 as if set forth herein verbatim. Subject to, and without waiving these objections, KMC states as follows: The location that BellSouth has listed in Exhibit 1 is the physical address for KMC's switch. KMC has self reported the location of its switch and the corresponding Common Language Location Identifier ("CLLI") Codes identifying its switch. KMC's understanding is that the Central Location Online Entry System ("CLONES") is used to create, update and maintain all valid CLLI codes which are used worldwide to identify and describe three types of locations and entities placed at each: (1) network sites/entities, including such network locations as central office buildings, business and commercial offices, microwave radio structures and earth stations, (2) network support sites, including such locations as international boundaries or crossing points, end points, fiber nodes, cable and facility junctions, manholes, poles and repeaters, and (3) customers sites, including customer locations and associated circuit terminations, facilities or equipment for each specific customer. KMC's self reporting of the address listed in Exhibit 1 satisfies the type (1) reporting obligations.

Responsible KMC Employee: Objections provided by Counsel. Responses provide by Don Menendez.

2 Please admit that KMC has deployed high capacity loop facilities to the addresses listed in Exhibit 1 attached hereto

Response. KMC adopts and incorporates its General Objections 4 and 5 and its response to Requests for Admission 1 as if set forth herein verbatim

3. Please admit that KMC Telecom III, LLC, ("KMC") has deployed high capacity transport facilities to each of the central offices (identified by CLLI codes) listed in Exhibit 2 attached hereto.

Response: KMC adopts and incorporates its General Objections 3, 4, 5, 6, and 13, and its Specific Objection 15 as if set forth herein verbatim. Subject to, and without waiving these objections, KMC states as follows: The locations that BellSouth has listed in Exhibit 2 are all BellSouth central offices where KMC is collocated. To the extent that KMC may have deployed transport from these collocations to the KMC switch, such transport is not relevant to the facts in this proceeding as such transport does not meet the definition of a route as defined in the Triennial Review. KMC's response to this interrogatory is based on the definition and evaluation criteria set forth in the Triennial Review. The triggers adopted by the FCC in Triennial Review require a transport evaluation on a "route-specific" basis. TRO ¶ 401. Specifically, 47 C.F.R. § 51.319 (e) defines a "route" as "a transmission path between one of an incumbent LEC's wire centers or switches and another of the incumbent LEC's wire centers or switches." Transport between non-ILEC wire centers and switches is not defined as a "route" for the purposes of the Triennial Review's trigger analysis. KMC will construe the terms contained in this interrogatory, and all other interrogatories, in accordance with 47 C.F.R. § 51.319 (e) and applicable law.

Responsible KMC Employee: Objections provided by Counsel. Responses provided by Don Menendez.

4. Please admit that KMC can route or transport traffic using KMC's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. This includes routing or transporting traffic directly between the central offices or indirectly through an intermediate aggregation point, such as KMC's switch or the switch of another KMC.

Response: KMC adopts and incorporates its General Objections 3, 4, 5, 6, and 13, and its Specific Objection 15 as if set forth herein verbatim. In addition, KMC objects on the ground that BellSouth does not define its use of the terms "route" and "transport." Thus, KMC is unable to respond as this question is vague. Subject to, and without waiving these objections, KMC states as follows: KMC denies that its current network configuration is configured to route and/or transport traffic using KMC's own facilities between any pair of central offices to which it has deployed high capacity transport facilities. KMC further objects because it does not configure its network according to "route" traffic between "pair[s]" of ILEC central offices or wire centers. KMC's response to this interrogatory is based on the definition and evaluation criteria set forth in the Triennial Review. The triggers adopted by the FCC in Triennial Review require a transport evaluation on a "route-specific" basis. TRO ¶ 401. Specifically, 47 C.F.R. §

51.319 (e) defines a "route" as "a transmission path between one of an incumbent LEC's wire centers or switches and another of the incumbent LEC's wire centers or switches." Transport between non-ILEC wire centers and switches is not defined as a "route" for the purposes of the Triennial Review's trigger analysis. KMC will construe the terms contained in this interrogatory, and all other interrogatories, in accordance with 47 C.F.R. § 51.319 (e) and applicable law.

Responsible KMC Employee: Objections provided by Counsel. Responses provided by Don Menendez.

5. Please admit that KMC has fiber-based collocation arrangements at the central offices (identified by CLLI code) listed in Exhibit 1 attached hereto.

Response: KMC adopts and incorporates its General Objections 4 and 5 and its Specific Objection 15 as if set forth herein verbatim. Subject to, and without waiving these objections, KMC states as follows: BellSouth's Exhibit 1 does not list any switch CLLIs. Nonetheless, KMC does admit that it has fiber based collocations at the following CLLIs in Tennessee: CHTGTNBR, CHTGTNDT, and CHTGTNNS.

Responsible KMC Employee: Objections provided by Counsel. Responses provided by Don Menendez.

6. If KMC has denied any of the previous Requests for Admissions, state all facts and identify all documents that support such denial.

Response: KMC adopts and incorporates its General Objections 3, 4, 5, 6, and 13, and its Specific Objection 15 as if set forth herein verbatim. Subject to, and without waiving these objections, KMC states as follows: See KMC Telecom III, LLC's Discovery Response to BellSouth Telecommunications First Set of Interrogatories.

Responsible KMC Employee: Objections and responses provided by Counsel.

7. If KMC has admitted any portion of Item 4 above, please describe with particularity the nodes or termination points along the route.

Response: KMC adopts and incorporates its General Objections 3, 4, 5, 6, and 13, and its Specific Objection 15 as if set forth herein verbatim. Subject to, and without waiving these objections, KMC states as follows: KMC has made no such admissions to Item 4.

Responsible KMC Employee: Objections and responses provided by Counsel.

8. If KMC has deployed any high capacity loop facilities in any of the Southeastern states, please provide the percentage of buildings where KMC installed its own inside wiring, the percentage of buildings where KMC is leasing inside wiring from another carrier, including the ILEC, and the percentage of buildings where KMC is using inside wiring owned by the building owner. In each of these situations, please describe with specificity the cost paid for installing or leasing the inside wire in buildings

Response KMC adopts and incorporates its General Objections 3, 4, 5, 6, and 13, and its Specific Objection 15 as if set forth herein verbatim. KMC objects to and is unable to answer this question as it is vague, overbroad, and is not reasonably calculated to lead to the discovery of relevant admissible evidence.

Responsible KMC Employee: Objections and responses provided by Counsel.

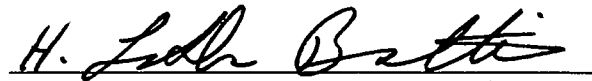
REQUESTS FOR PRODUCTION

1. Produce any documents identified above.

Response: KMC hereby incorporates its objections and responses to Questions 1-6 above. In addition, KMC hereby provides notice that responsive information may not be available in the form requested. Subject to and without waiving these objections and the notice of unavailability of data, KMC has previously provided responsive information to BellSouth.

Responsible KMC Employee: Objections provided by Counsel.

Respectfully submitted,



H. LaDon Baltimore (BPR No 3836)
Farrar & Bates, L.L.P.
211 Seventh Avenue North, Suite 420
Nashville, TN 37219
Phone: (615) 254-3060
Facsimile: (615) 254-9835
don.baltimore@farrar-bates.com


Marva Brown Johnson
KMC Telecom III LLC
1755 North Brown Road
Lawrenceville, GA 30043
Phone: (678) 985-6220
marva.johnsonson@kmctelecom.com

Attorneys for KMC Telecom III LLC

Certificate of Service

The undersigned hereby certifies that a true and correct copy of the foregoing has been forwarded via e-mail or fax to Bellsouth the 13th day of February, 2004 and via U. S. Mail, first class postage prepaid, to the following, the 16th day of February, 2004.

Guy Hicks, Esq.
BellSouth Telecommunications, Inc.
333 Commerce Street, Suite 2101
Nashville, TN 37201

Charles B. Welch, Esq.
Farris, Matthews, et al
618 Church Street, #300
Nashville, TN 37219

Timothy Phillips, Esq.
Office of Tennessee Attorney General
Consumer Advocate & Protection Division
P. O. Box 20207
Nashville, TN 37202

James Wright, Esq.
United Telephone - Southeast
14111 Capital Blvd.
Wake Forest, NC 27587

Martha M. Ross-Bain, Esq
AT&T Communications of the South Central States, LLC
1200 Peachtree Street, Suite 8100

Atlanta, GA 30309

Carol Kuhnnow
Qwest Communications, Inc
4250 N Fairfax Dr.
Arlington, VA 33303

Henry Walker, Esq
Boult, Cummings, et al.
P O Box 198062
Nashville, TN 37238-3001

Mark W. Smith, Esq.
Strang, Fletcher, et al.
One Union Square, #400
Chattanooga, TN 37402

Nanette S. Edwards, Esq.
ITC^DeltaCom
4092 South Memorial Parkway
Huntsville, AL 35802

Jon Hastings, Esq.
Boult, Cummings, et al.
P. O Box 198062
Nashville, TN 37219-8062

Marva Brown Johnson, Esq
KMC Telecom
Senior Regulatory Counsel
1755 North Brown Road
Lawrenceville, GA 30043

Dale Grimes, Esq
Bass, Berry & Sims
315 Deaderick Street, #2700
Nashville, TN 37238-3001

Guilford Thornton, Esq.
Stokes & Bartholomew
424 Church Street, #2800
Nashville, TN 37219


H LaDon Baltimore



Robert Turkel
Director of CLEC Operations
Broadriver Communication Corporation
1000 Hemphill Avenue N.W
Atlanta, Georgia 30318
O: 404-961-1003
rturkel@broadriver.com

February, 06 2004

Mr. Guy M. Hicks
General Council
BellSouth Telecommunications, Inc
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300

RE: Implementation of the Federal Communications Commission's Triennial review order (Nine-month Proceeding) (Switching)

Docket No. 03-00491

Dear Mr. Hicks,

This letter is in reference to the Subpoena Duces Tecum for Deposition issued by the Tennessee Regulatory Authority, on behalf of BellSouth Telecommunications Inc., to Purepacket Communications of the South, Inc. First, let me start out by stating that Purepacket Communications of the South changed its name to Broadriver Communication Corporation in October of 2000. Broadriver Communication Corporation filed Chapter 7 Bankruptcy and liquidated in September of 2001. During the time of operation, Brodriver Communication Corporation did serve Enterprise customers, via its own switch, in the state of Tennessee. Broadriver Communication was bought out of Chapter 7 Bankruptcy in June of 2002 by Integracore Inc., based in Atlanta, Georgia. Today, Broadriver Communication Corporation only serves Enterprise customers, via its own switch, in the State of Georgia. Because of this, Broadriver Communication Corporation has no data available in order to produce testimony for the deposition in question.

If any additional questions need to be answered, or if Broadriver Communication Corporation needs to provide any additional or supporting information, please feel free to contact us.

Yours truly,

A handwritten signature in black ink, appearing to read 'RT Turkel', written over a horizontal line.

Robert Turkel

CERTIFICATE OF SERVICE

I hereby certify that on February 20, 2004, a copy of the foregoing document was served on the parties of record, via the method indicated

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☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Henry Walker, Esquire
Boult, Cummings, et al.
414 Union Street, #1600
Nashville, TN 37219-8062
hwalker@boultcummings.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Charles B. Welch, Esquire
Farris, Mathews, et al
618 Church St , #300
Nashville, TN 37219
cwelch@farrismathews.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Martha M. Ross-Bain, Esquire
AT&T
1200 Peachtree Street, Suite 8100
Atlanta, Georgia 30309
rossbain@att.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Timothy Phillips, Esquire
Office of Tennessee Attorney General
P O Box 20207
Nashville, Tennessee 37202
timothy.phillips@state.tn.us

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

H. LaDon Baltimore, Esquire
Farrar & Bates
211 Seventh Ave. N, # 320
Nashville, TN 37219-1823
don.baltimore@farrar-bates.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

James Wright, Esq
United Telephone - Southeast
14111 Capitol Blvd
Wake Forest, NC 27587
james.b.wright@mail.sprint.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Ms. Carol Kuhnnow
Qwest Communications, Inc.
4250 N. Fairfax Dr.
Arlington, VA 33303
Carol.kuhnnow@qwest.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Jon E. Hastings, Esquire
Boult, Cummings, et al.
P O Box 198062
Nashville, TN 37219-8062
jhastings@boultcummings.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Dale Grimes, Esquire
Bass, Berry & Sims
315 Deaderick St., #2700
Nashville, TN 37238-3001
dgrimes@bassberry.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Mark W Smith, Esquire
Strang, Fletcher, et al.
One Union Square, #400
Chattanooga, TN 37402
msmith@sf-firm.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Nanette S Edwards, Esquire
ITC^DeltaCom
4092 South Memorial Parkway
Huntsville, AL 35802
nedwards@itcdeltacom.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Guilford Thornton, Esquire
Stokes & Bartholomew
424 Church Street, #2800
Nashville, TN 37219
gthornton@stokesbartholomew.com

☐ Hand
☐ Mail
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☒ Electronic

Marva Brown Johnson, Esquire
KMC Telecom
1755 N Brown Road
Lawrenceville, GA 30043
marva.johnson@kmctelecom.com

☐ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☒ Electronic

Ken Woods, Esquire
MCI WorldCom
6 Concourse Parkway, #3200
Atlanta, GA 30328
Ken.woods@mci.com

A handwritten signature in black ink, appearing to read "Ken Woods", is written over a horizontal line.